SHC CAPITAL ASIA LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201201631D)

RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 18 DECEMBER 2017

Unless otherwise defined, all capitalized terms used herein shall bear the same meanings as ascribed to them in the circular to shareholders of SHC Capital Asia Limited (the "**Company**") dated 20 November 2017 (the "**Circular**").

The Board of Directors (the "**Board**") of the Company is pleased to announce in accordance with Rule 704(15) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist, that at the Extraordinary General Meeting ("**EGM**") of the Company held on 18 December 2017, the resolutions relating to the matters as set out in the Notice of EGM dated 20 November 2017 were duly approved and passed by shareholders on a poll.

The poll result on the resolutions put to vote at the EGM is as follows:-

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution %	Number of Shares	As a percentage of total number of votes for and against the resolution %
Ordinary Resolution 1 The Proposed Acquisition of 100% equity interests in MM Myanmar Pte. Ltd. from Yoma Strategic Investments Ltd., First Myanmar Investment Company Limited and Exemplary Ventures Limited	253,115,017	253,115,017	100	0	0
Ordinary Resolution 2 The Proposed Share Consolidation of every seven (7) Pre-Consolidated Shares into one (1) Consolidated Share (fractional entitlements to be disregarded)	253,115,017	253,115,017	100	0	0
Ordinary Resolution 3	253,115,017	253,115,017	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution %	Number of Shares	As a percentage of total number of votes for and against the resolution %
The Proposed Allotment and Issue of 264,997,065 Consideration Shares pursuant to the Proposed Acquisition					
Ordinary Resolution 4 The Proposed Allotment and Issue of up to 93,000,000 Company Placement Shares pursuant to the Proposed Compliance Placement	253,115,017	253,115,017	100	0	0
Ordinary Resolution 5 The Proposed Whitewash Resolution for the waiver of the right of Independent Shareholders (being Shareholders other than the Vendors Concert Party Group) to receive a mandatory general offer for all the issued shares in the capital of the Company not already owned, controlled or agreed to be acquired by the Vendors Concert Party Group	253,115,017	253,115,017	100	0	0
Ordinary Resolution 6 The Proposed IPT Mandate	253,115,017	253,115,017	100	0	0
Ordinary Resolution 7 The proposed appointment of Serge Pun @ Theim	253,115,017	253,115,017	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution %	Number of Shares	As a percentage of total number of votes for and against the resolution %
Wai as a Director to the New Board					
Ordinary Resolution 8 The proposed appointment of Georges Michel Novatin as a Director to the New Board	253,115,017	253,115,017	100	0	0
Ordinary Resolution 9 The proposed appointment of Tun Tun as a Director to the New Board	253,095,017	253,095,017	100	0	0
Ordinary Resolution 10 The proposed appointment of Basil Chan as a Director to the New Board	253,115,017	253,115,017	100	0	0
Ordinary Resolution 11 The proposed appointment of Robin Lee Chye Beng as a Director to the New Board	253,088,017	253,088,017	100	0	0
Ordinary Resolution 12 The proposed appointment of Judy Chan as a Director to the New Board	253,115,017	253,115,017	100	0	0
Ordinary Resolution 13 The Proposed Share Issue Mandate	253,118,517	253,082, 517	99.9858	36,000	0.0142
Ordinary Resolution 14 The Proposed Adoption of the Memories PSP	253,118,517	253,082, 517	99.9858	36,000	0.0142

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution %	Number of Shares	As a percentage of total number of votes for and against the resolution %
Ordinary Resolution 15 The Proposed Change of Independent Auditor	253,118,517	253,118,517	100	0	0
Ordinary Resolution 16 The Proposed Payment of Directors' Fees to Existing Board	253,113,517	253,110,017	99.9986	3,500	0.0014
Special Resolution 1 The Proposed Change of Name of the Company from "SHC Capital Asia Limited" to "Memories Group Limited"	253,081,517	253,081,517	100	0	0

Abstentions

None of the Vendors Concert Party Group and parties not independent of them held any Shares on the date of the EGM, and accordingly they were not entitled to vote in respect of Ordinary Resolution 5 relating to the Proposed Whitewash Resolution at the EGM. The aforementioned persons have also not accepted appointments as proxies for voting on Ordinary Resolution 5.

None of the interested persons under the Proposed IPT Mandate or their Associates held any Shares on the date of EGM, and accordingly such interested persons and their Associates were not entitled to vote in respect of Ordinary Resolution 6 relating to the Proposed IPT Mandate at the EGM. The aforementioned persons have also not accepted appointments as proxies for voting on Ordinary Resolution 6.

None of the Shareholders who are entitled to participate in the Memories PSP held any Shares on the date of the EGM, and accordingly they were not entitled to vote in respect of Ordinary Resolution 14 relating to the Proposed Adoption of the Memories PSP at the EGM. The aforementioned persons have also not accepted appointments as proxies for voting on Ordinary Resolution 14.

Scrutineer

Associates Corporate Services Pte. Ltd. was appointed as scrutineer for the EGM.

BY ORDER OF THE BOARD

Teo Yiam Beng Steven
Interim Chief Financial Officer

18 December 2017

This announcement has been prepared by the Company and its contents have been reviewed by the sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).